

Hearing Date: TBD
Objection Deadline: TBD

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

Case No. 17-BK-3283 (LTS)

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO HIGHWAYS AND TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

Case No. 17-BK- 3567 (LTS)

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF PUERTO RICO,

Debtor.

PROMESA
Title III

Case No. 17-BK-3566 (LTS)

¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK- 3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Hearing Date: TBD
Objection Deadline: TBD

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

PROMESA
Title III

Case No. 17 BK 4780-LTS

**SECOND OMNIBUS MOTION TO EXTEND DEADLINES IN ORDER GRANTING
OMNIBUS MOTION BY THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO, ACTING BY AND THROUGH THE MEMBERS OF
THE SPECIAL CLAIMS COMMITTEE AND THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO (I) ESTABLISH LITIGATION CASE MANAGEMENT
PROCEDURES AND (II) ESTABLISH PROCEDURES FOR APPROVAL OF
SETTLEMENTS**

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To the Honorable United States Magistrate Judge Judith G. Dein:

The Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), acting by and through the members of the Special Claims Committee (the “SCC,” and hereinafter, the SCC may be more broadly referred to as the “Oversight Board”), and the Official Committee of Unsecured Creditors of all Title III Debtors (except COFINA and PBA) (the “Committee,” and together with the Oversight Board, “Movants”), hereby file this motion (the “Motion”), pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”)² and Rules 7016, 2002, 9006, and 9019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), all made applicable to these Title III cases by section 301 and 310 of the Puerto Rico Oversight and Management, and Economic Stability Act (“PROMESA”), requesting that this Court extend certain deadlines established in the *Order Granting Omnibus Motion By The Financial Oversight And Management Board For Puerto Rico, Acting By And Through The Members Of The Special Claims Committee And The Official Committee Of Unsecured Creditors To (I) Establish Litigation Case Management Procedures And (II) Establish Procedures For Approval Of Settlements*, ECF No. 7941 in Case No. 17-3283 (the “Procedures Order”) and later extended in the *Order Granting Omnibus Motion To Extend Deadlines In Order Granting Omnibus Motion By The Financial Oversight And Management Board For Puerto Rico, Acting By And Through The Members Of The Special Claims Committee And The Official Committee Of Unsecured Creditors To (I) Establish Litigation Case Management Procedures And (II) Establish Procedures For Approval Of Settlements*, ECF No. 9476 in Case No. 17-3283 (the “Extension Order”) and requesting entry of an order, substantially in the form attached hereto as Exhibit A (the “Second Extension Order”). Movants have filed

² 11 U.S.C. §§ 101 *et seq.*, as incorporated into these proceedings by PROMESA, defined above.

this Motion in an omnibus fashion to avoid the burden and redundancy associated with preparing and filing nearly identical motions in numerous adversary proceedings. In support of this Motion, Movants respectfully state as follows:

PRELIMINARY STATEMENT³

1. To date, the Movants have worked diligently within the Extended Litigation Deadlines (defined below) to resolve nearly ninety-nine (99) Vendor Avoidance Actions (defined below) under the Procedures Order, which allows for the informal resolution of these proceedings without the need for formal litigation and without taxing the Court's resources. In addition to the ninety-nine actions that have been resolved, the Movants are currently negotiating resolutions with another one hundred twenty-four (124) defendants through the Information Exchange.

2. Conditions on the island have complicated the Information Exchange. On January 7th, 2020, a magnitude 6.4 earthquake hit Puerto Rico, causing extensive damage and destruction. Subsequently, the informal resolution of these claims contemplated by the Procedures Order has been slowed and made more difficult. Defendants have been willing to engage with the Movants, but these challenges have made a time consuming process more so. Despite these challenges, the Movants have made significant progress to this point and wish to continue the momentum of the Information Exchange (defined below) rather than require defendants to file responsive pleadings to the complaints. The commencement of formal litigation in April 2020 in light of the significant number of defendants with whom the Movants are currently engaged in communications and negotiations may be a premature, and perhaps an

³ Capitalized terms used herein shall have the meaning ascribed to them in the Procedures Order, in the Extension Order, and in this Motion.

unnecessary use of the parties' and the Court's resources where defendants would otherwise broadly prefer to resolve the Vendor Avoidance Actions informally.

3. For these reasons, the Movants request that this Court grant another extension (as detailed below) of the current Extended Litigation Deadlines only for those Vendor Avoidance Actions that the Movants reasonably believe can be resolved through the informal resolution process. Such an extension will not prejudice the defendants because the Procedures Order will otherwise remain in full force and effect—meaning that the defendants are free to respond to the complaint and commence formal litigation at *any* time notwithstanding the extended deadlines.

4. Additionally, the Movants request that this Court grant a modest extension to the Extended Motion to Dismiss Response Date (defined below) and the Extended Reply Deadline (defined below) for those Vendor Avoidance Actions that the Movants do not reasonably believe can be resolved through the informal resolution process. An extension of these deadlines will provide Movants with sufficient time to prepare for litigation with these defendants. As above, such an extension will not prejudice the defendants because the Procedures Order will otherwise remain in full force and effect.

JURISDICTION, VENUE, AND STATUTORY BASES

5. This Court has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA.

6. Venue is proper pursuant to section 307(a) of PROMESA.

7. The statutory bases for the relief requested herein are section 105(a) of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 7016, 2002, 9006 and 9019.

FACTUAL BACKGROUND

I. The Procedures Order

8. The Movants incorporate by reference the “Factual Background” section of the *Omnibus Motion By The Financial Oversight And Management Board For Puerto Rico, Acting By And Through The Members Of The Special Claims Committee, And The Official Committee Of Unsecured Creditors To (I) Establish Litigation Case Management Procedures And (II) Establish Procedures For The Approval Of Settlements* ECF No. 7325, Case No. 17-3283 (the “Procedures Motion”).

9. This Court granted the Procedures Motion. See Procedures Order.

10. The Procedures Order established the following deadlines (together, the “Procedures Order Litigation Deadlines”) which are meant to facilitate the informal, extrajudicial resolution of the approximately 250 avoidance actions filed on behalf of the various Title III Debtors against vendors and suppliers to the Commonwealth of Puerto Rico (the “Vendor Avoidance Actions”):

- i. **January 13, 2020:** deadline for a defendant to file and serve an answer or response to a Vendor Avoidance Action complaint (the “Response Due Date”);
- ii. **March 9, 2020:** deadline for Movants to file an opposition to a motion to dismiss a Vendor Avoidance Action complaint (the “Motion to Dismiss Response Date”); and
- iii. **April 13, 2020:** deadline for defendant to file a reply to motion to dismiss (the “Reply Deadline”).

11. Concurrent with entry of the Procedures Order, the Movants began to work diligently with the defendants (and parties that signed tolling agreements) to attempt to settle or dismiss the Vendor Avoidance Actions before the Response Due Date through informal exchanges of information. In these exchanges, the Movants provide defendants information

concerning their assessment of potential liability, and defendants have the opportunity to submit contracts, purchase orders, invoices and other similar documents to substantiate the payments at issue in the Vendor Avoidance Action (the “Information Exchange”).

12. Many defendants were willing to engage with the Movants in discussion under the Procedures Order Litigation Deadlines. In the months following the Procedures Order, it became evident that the Procedures Order Litigation Deadlines would not provide enough time to accomplish the goal of an informal resolution with many of the defendants. As a result, the Movants filed a motion seeking to extend the Procedures Order Litigation Deadlines (the “Extension Motion”).

II. The Extension Order

13. This Court granted the Extension Motion. *See* Extension Order.

14. The Extension Order extended the Procedures Order Litigation Deadlines and established the following deadlines (together, the “Extended Litigation Deadlines”):

- i. **April 13, 2020** deadline for a defendant to file and serve an answer or response to a Vendor Avoidance Action complaint (the “Extended Response Due Date”);
- ii. **May 13, 2020** deadline for Movants to file an opposition to a motion to dismiss a Vendor Avoidance Action complaint (the “Extended Motion to Dismiss Response Date”); and
- iii. **June 13, 2020** deadline for a defendant to file a reply to motion to dismiss (the “Extended Reply Deadline”).

15. Following the Extension Order, the Movants have engaged in a series of efforts to increase participation in the Information Exchange and to maximize the amount of Vendor Avoidance Actions that can be resolved through this process. In October 2019, the Movants began a second round of targeted outreach program to engage with those defendants with whom

the Movants have had either minimal or no communication concerning the resolution of their respective Vendor Avoidance Action (the “Outreach Project”).

16. The Outreach Project has consisted of targeted mailings, phone calls, and further research efforts to locate better contact information for and to facilitate the Information Exchange with defendants. Specifically, the Movants sent emails to defendants with whom they had previously communicated but who had not actually provided information. Most recently, on January 30, 2020, the Movants sent those same defendants a letter encouraging participation in the Information Exchange.

17. Additionally, the Movants have worked diligently to contact those defendants with whom the Movants have had no communication. Specifically, the Movants sent these defendants certified letters at newly-researched addresses resulting from extensive efforts to locate working contact information for this group of defendants. Defendants who received the certified letters were subsequently mailed FedEx notifications informing them of their ability to participate in the Information Exchange and encouraging a prompt response to the Movants.

18. Moreover, the Movants filed the *Urgent Omnibus Motion For Re-Issuance Of Summons And/Or Authorization Of Service By Publication Or Alternative Request For Order To (I) Make Service Within A Specified Time Or (II) Extend Time For Service For An Appropriate Period Pursuant To Fed. R. Civ. P. 4(M)*, ECF No. 9545 in Case No. 17-3283 (the “Re-Service Motion”). This Court partially granted the Re-Service Motion. See *Order Granting In Part And Denying In Part Motion For Issuance Of Summons/Urgent Omnibus Motion For Re-Issuance Of Summons And/Or Authorization Of Service By Publication Or Alternative Request For Order To (I) Make Service Within A Specified Time Or (II) Extended Time For Service For An Appropriate*

Period Pursuant to Fed. R. Civ. P. 4(M), ECF No. 9755 in Case No. 17-3283 (the “Re-Service Order”).

19. These re-service efforts appear to have been largely successful. Of the twenty-seven (27) of Vendor Avoidance Actions re-served, the Movants’ service agent was able to execute a return on twenty-three (23) Vendor Avoidance Actions. These re-service efforts have resulted in more defendant participation in the Information Exchange. There remain only four Vendor Avoidance Actions with respect to which re-service appears to have been unsuccessful.

III. The Current Situation

20. Since entry of the Procedures Order, the Movants have been in contact with approximately two hundred twenty-four (224) defendants. To date, approximately ninety-nine (99) of these defendants have resolved their lawsuits. Approximately ninety (90) defendants have submitted information that is currently under review. The Movants have completed diligence and are exploring settlements with nineteen (19) defendants. The Movants have communicated with another fifteen (15) defendants who have not yet begun the Information Exchange. The Movants have had no contact with approximately thirty (30) defendants.

21. The recent earthquake in Puerto Rico has created significant challenges to the Information Exchange process. The Movants have had difficulty locating and communicating with Defendants. Meanwhile, Defendants have reported difficulties locating relevant documents. Despite these challenges, the Movants’ professionals have seen and continue to expect a substantial influx of information as a result of the Outreach Project and re-service efforts and the good faith participation of many defendants in the court-approved process. However, they anticipate that they will be unable to collect, review, analyze, and negotiate resolutions of claims against all defendants presently participating in the Information Exchange by the Extended Response Due Date.

22. Accordingly, the Movants respectfully assert that the current Extended Litigation Deadlines will disrupt the flow of the Information Exchange and require premature formal litigation unless modestly extended as set forth below.

23. To date, there exist one hundred twenty-five (125) defendants the Movants believe there is a reasonable likelihood of a successful informal resolution (the “Engaged Defendants” and listed in Appendix I of Exhibit A). Movants seek to extend the Extended Litigation Deadlines for the Engaged Defendants as detailed below in paragraph 25.

24. To date, there exist thirty (30) defendants that have received service of due process yet have failed to engage with the Movants (the “Non-Engaged Defendants” and listed in Appendix II of Exhibit A). Because these defendants have failed or refused to communicate with the Movants, Movants cannot anticipate whether or how each Non-Engaged Defendant may respond, yet anticipate that the Movants may desire to respond in an omnibus fashion if possible to conserve the resources of the parties and the court. Moreover, the Movants’ current deadline to respond to motions to dismiss as to these defendants’ Vendor Avoidance Actions now falls during a period in which the Movants expect to be busy litigating both ERS bond validity and the adequacy of the disclosure statement proposed by the Oversight Board in connection with the Commonwealth, PBA and ERS plan of adjustment. Accordingly, in an abundance of caution, Movants request a modest extension to the Extended Motion to Dismiss Response Date as to the Non-Engaged Defendants, to facilitate a coordinated and resource-efficient response to any dispositive motions filed by Non-Engaged Defendants.

25. To be clear, the Movants with this Motion do not request an extension of *all deadlines* for *all defendants* to these Vendor Avoidance Actions. The Movants only seek to extend (i) the Extended Litigation Deadlines for the Engaged Defendants to allow time to

complete the Information Exchange; and (ii) the Extended Motion to Dismiss Response Date and Extended Reply Deadline for the Non-Engaged Defendants to allow sufficient time to prepare for litigation.

RELIEF REQUESTED

26. With respect to the Engaged Defendants, the Movants respectfully request that this Court amend the Procedures Order to (i) extend the Response Due Date to August 13, 2020; (ii) extend the Motion to Dismiss Response Date to October 13, 2020; and (iii) extend the Reply Deadline to November 13, 2020 (together, the “Second Extended Litigation Deadlines”).

27. With respect to the Non-Engaged Defendants, the Movants respectfully request that this Court amend the Procedures Order to (i) extend the Extended Motion to Dismiss Response Date to June 13, 2020; and (ii) extend the Extended Reply Deadline to August 13, 2020 (together, the “Non-Engaged Defendant Extended Deadlines”).

ARGUMENT

I. The Movants Have Demonstrated Good Cause to Extend the Procedures Order Litigation Deadlines.

i. Diligence Governs the Good Cause Inquiry.

28. The Movants incorporate by reference the entirety of the legal arguments in the “Basis for Relief Requested” section of the Procedures Motion as if fully set forth herein.

29. As additional support for the relief requested herein, the Movants respectfully submit that they have shown good cause for an extension of the Extended Litigation Deadlines because they have been diligent in resolving and/or settling the Vendor Avoidance Actions

30. “Once a Case Management Order has been issued and the Court has set a schedule for the proceeding, the ‘schedule shall not be modified except upon a showing of good cause.’” *Citadel Broad. Co. v. Peak Broad., LLC*, CV-07-203-S-LMB, 2008 WL 11463664, at

*2 (D. Idaho Jan. 24, 2008) (citing Fed. R. Civ. P. 16(b) and holding that good cause shown to extend deadlines where parties had worked diligently to proceed with discovery and potential settlement); *see also Bernardi Ortiz v. Cybex Int'l, Inc.*, CV 15-2989 (PAD), 2018 WL 2448130, at *10 (D.P.R. May 30, 2018) (holding that case management order schedule modifications require leave of court predicated on a showing of good cause and holding that extension of discovery deadline warranted where record did not show lack of diligence by moving party in pursuing discovery); *Gonzalez Melendez v. KMart Corp.*, CIV. 04-1067(DRD), 2005 WL 1847008, at *3 (D.P.R. July 29, 2005) (adopting good cause standard to determine if extension of deadlines in case management order warranted and declining to extend deadlines where moving party merely asserted that it had “too much work [and] electronic difficulties.”).

31. In turn, the primary consideration of the good cause standard is the “diligence of the party seeking the amendment.” *Citadel*, 2008 WL 11463664, at *2 (citing *Johnson v. Mammoth Recreation, Inc.*, 975 F.2d 604, 609 (9th Cir. 1992)). A modification of the case management schedule is warranted where the parties cannot reasonably meet the deadlines despite the diligence of the party seeking the extension. *Id.* (internal citations omitted); *see also Intermountain Fair Hous. Council, Inc. v. Tassano*, 114CV00338EJLCWD, 2015 WL 5095319, at *2 (D. Idaho Aug. 28, 2015) (noting “good cause” means scheduling deadlines cannot be met despite a party’s diligence (citing 6A Wright, Miller & Kane, Federal Practice and Procedure § 1522.1 at 231 (2d ed.1990))).

ii. The Movants Have Been Diligent in Their Efforts to Resolve and/or Settle the Vendor Avoidance Actions Prior to the Extended Response Due Date.

32. In accordance with spirit and purpose of the Procedures Order to maximize the potential for out-of-court resolution of the Vendor Avoidance Actions and to minimize the burden on the parties’ and this Court’s resources, the Movants have, since entry of the

Procedures Order, worked diligently to resolve and/or settle as many Vendor Avoidance Actions and tolling agreements as possible. As noted above, ninety-nine (99) of approximately 250 lawsuits have been resolved consensually. Furthermore, there are approximately one hundred twenty-four (124) more lawsuits that have not yet been resolved but that are subject to negotiation in the interest of avoiding formal litigation.

33. To remain consistent with the spirit of the Procedures Order and Puerto Rican business community's desire to resolve the Vendor Avoidance Actions in the most economical way possible, the Movants respectfully request that the Court grant a further extension to the Extended Litigation Deadlines to permit the Movants to collect, review, and resolve certain Vendor Avoidance Actions. The Movants' professionals will not be able to do so by April 13, 2020.

34. The Movants recognize that out-of-court resolution of the Vendor Avoidance Actions, while preferable, may not be possible with every defendant. To date, there are approximately thirty (30) defendants whom the Movants do not reasonably believe can be resolved through the informal resolution process. These Non-Engaged Defendants have had notice of these proceedings for approximately one year. In the event that a sizeable number of the Non-Engaged Defendants move to dismiss, the Movants will need sufficient time to respond. Therefore, the Movants respectfully request that the Court grant an extension to the Extended Motion to Dismiss Response Date and Extended Reply Deadline for the Non-Engaged Defendants whom the Movants do not believe there is a reasonable likelihood of a successful informal resolution to allow sufficient time to prepare for litigation.

35. No defendants will be prejudiced by these extensions because (i) under the Procedures Order, notwithstanding extended deadlines, the defendants are free to respond to the

complaints at *any* time prior to expiration of the Extended Litigation Deadlines; and (ii) the Extended Litigation Deadlines will also confer a benefit to the defendants of postponing imminent deadlines.

36. Therefore, the Movants respectfully submit that they have met the good cause standard warranting this Court's implementation of the Extended Litigation Deadlines.

REQUEST FOR HEARING

37. Pursuant to Federal Rules of Bankruptcy Procedure 9006(d) and 2002(a)(3), the Oversight Board and the Committee hereby request that a hearing on this Motion be scheduled for such date as the Court deems appropriate to consider any objections, joinders, replies or comments by this Court to this Motion.⁴

NOTICE

38. The Oversight Board has provided notice of this Motion to: (i): the Chambers of the Honorable Laura Taylor Swain; (ii) the Chambers of the Honorable Magistrate Judge Judith G. Dein; (iii) the Office of the United States Trustee for Region 21; (iv) AAFAF; (v) counsel for AAFAF; (vi) counsel for the Oversight Board; (vii) counsel for the Creditors' Committee; (viii) counsel for the Retiree Committee; (ix) the entities listed on the List of Creditors Holding the 20 Largest Unsecured Claims in COFINA's Title III case; (x) counsel to any other statutory committee appointed in these Title III Cases; and (xi) the defendants listed in the Supplemental Appendix through their counsel, if known, through their resident agent, or a representative.

WHEREFORE, Movants respectfully request that this Court enter an order substantially in form attached hereto as Exhibit A granting the relief requested herein and granting Movants such other relief as this Court deems just and proper.

⁴ Given that the Extended Response Due Date is April 13, 2020, the Movants respectfully request that the date that the Court chooses is sufficiently before April 13, 2020.

Dated: March 5, 2020.

Respectfully submitted,

/s/ Edward S. Weisfelner

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Exhibit A

Proposed Second Extension Order

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO HIGHWAYS AND
TRANSPORTATION AUTHORITY,

Debtor.

In re:

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BOARD FOR PUERTO RICO,

as representative of

THE EMPLOYEES RETIREMENT SYSTEM OF THE
GOVERNMENT OF PUERTO RICO,

Debtor.

PROMESA

Title III

Case No. 17-BK-3283 (LTS)

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¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK- 3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523 (LTS)) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

PROMESA
Title III

Case No. 17 BK 4780-LTS

**ORDER GRANTING OMNIBUS MOTION TO EXTEND DEADLINES IN ORDER
GRANTING OMNIBUS MOTION BY THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, ACTING BY AND THROUGH THE
MEMBERS OF THE SPECIAL CLAIMS COMMITTEE AND THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS TO (I) ESTABLISH LITIGATION
CASE MANAGEMENT PROCEDURES AND (II) ESTABLISH PROCEDURES FOR
APPROVAL OF SETTLEMENTS**

Upon the motion dated March 6, 2020 (the “Motion”) of the Oversight Board,¹ acting by and through the members of the Special Claims Committee, and the Committee, pursuant to section 105(a) of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 7016, 2002, 9019 and 9006 made applicable to this proceeding by sections 301(a) and 310 of the Puerto Rico Opportunity Management and Economic Stability Act of 2016 (“PROMESA”), 48 U.S.C. § 2161(a); and the Court having jurisdiction over this matter under 28 U.S.C. 1331, and under section 306(a)-(b) of PROMESA, 48 U.S.C. §2166(a)-(b); and venue being proper under section 307(a) of PROMESA, 48 U.S.C. § 2167(a); and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having reviewed the Motion and any opposition thereto [and having heard the statements of counsel at the hearing held before the Court (the “Hearing”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the

¹ Capitalized terms used herein shall have the meaning ascribed to them in Motion unless otherwise noted.

relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the relief requested in the Motion is granted, and it is further

ORDERED that the Procedures Order Litigation Deadlines Established in the *Order Granting Omnibus Motion By The Financial Oversight And Management Board For Puerto Rico, Acting By And Through The Members Of The Special Claims Committee And The Official Committee Of Unsecured Creditors To (I) Establish Litigation Case Management Procedures And (II) Establish Procedures For Approval Of Settlements*, ECF No. 7941 in Case No. 17-3283 (the “Procedures Order”) and the *Order Granting Omnibus Motion To Extend Deadlines In Order Granting Omnibus Motion By The Financial Oversight And Management Board For Puerto Rico, Acting By And Through The Members Of The Special Claims Committee And The Official Committee Of Unsecured Creditors To (I) Establish Litigation Case Management Procedures And (II) Establish Procedures For Approval Of Settlements*, ECF No. 9476 in Case No. 17-3283 (the “Extension Order”) shall be extended for the defendants listed in Appendix I of Exhibit A to following dates:

i. **Response Due Date:** August 13, 2020;

ii. **Motion to Dismiss Response Date:** October 13, 2020;

iii. **Reply Deadline:** November 13, 2020; and it is further

ORDERED that the Procedures Order Litigation Deadlines Established in the Procedures Order and the Extension Order shall be extended for the defendants listed in Appendix 2 of Exhibit A to following dates:

i. **Motion to Dismiss Response Date:** June 13, 2020;

ii. **Reply Deadline:** August 13, 2020; and it is further

ORDERED that, except as modified by this Order, the Procedures Order shall otherwise remain in full force and effect; and it is further

ORDERED that this Court shall retain jurisdiction with respect to all matters relating to the interpretation and implementation of this Order.

Dated: _____, 2020.

Honorable Judith G. Dein
United States Magistrate Judge

SUPPLEMENTAL APPENDIX I

Defendant	Adversary Proceeding No.
A NEW VISION IN EDUCATIONAL SERV & MATE	19-00061
ACR Systems	19-00057
AFCG Inc. d/b/a Arroyo-Flores Consulting Group, Inc.	19-00058
AFCG Inc. d/b/a Arroyo-Flores Consulting Group, Inc.	19-00347
Ambassador Veterans Services of Puerto Rico L.L.C.	19-00048
Apex General Contractors LLC	19-00062
Armada Productions Corp.	19-00076
Atkins Caribe, LLP	19-00349
Badillo Saatchi & Saatchi, Inc.	19-00083
Bio-Medical Applications of Puerto Rico, Inc.	19-00271
Bio-Nuclear of Puerto Rico, Inc.	19-00091
Bristol-Myers Squibb Puerto Rico, Inc.	19-00042
Caribbean Temporary Services, Inc.	19-00104
Caribe Grolier, Inc.	19-00051
Carnegie Learning, Inc.	19-00108
CCHPR Hospitality, Inc	19-00116
Chelo's Auto Parts	19-00144
Citibank, N.A.	19-00265
Clinica de Terapias Pediatricas, Inc.	19-00054
Clinica Terapeutica del Norte Inc.	19-00146
Community Cornerstones, Inc.	19-00043
Computer Learning Centers, Inc.	19-00055
Computer Network Systems Corp.	19-00150
Core Laboratories N.V. d/b/a Saybolt	19-00381
Creative Educational & Psychological Services, Inc.	19-00152
CSA Architects & Engineers, LLP	19-00153
Datas Access Communication Inc	19-00156
Desarrollo Comunicologico de Arecibo Inc.	19-00158
Didacticos, Inc.	19-00161
Distribuidora Blanco, Inc.	19-00163
Distribuidora Lebron Inc.	19-00167
E. Cardona & Asociados, Inc.	19-00056
Eastern America Insurance Agency, Inc.	19-00279
Ecolift Corporation	19-00172
Editorial Panamericana, Inc.	19-00174
Educational Consultants, P.S.C.	19-00177
Elias E Hijos, Inc.	19-00126
Empresas Arr Inc.	19-00084
Enterprise Services Caribe, LLC	19-00060
Estudio Tecnicos, Inc.	19-00264

Defendant	Adversary Proceeding No.
Evertec, Inc.	19-00044
Excelerate Energy Puerto Rico, LLC	19-00382
Explora Centro Academic Y Terapeutico LLC	19-00143
Facsimile Paper Connection Corp.	19-00092
Fast Enterprises LLC	19-00266
FIRST HOSPITAL PANAMERICANO	19-00093
FP + 1, LLC	19-00148
Gam Realty, LLC	19-00159
GF Solutions, Inc.	19-00063
Gila LLC	19-00354
Girard Manufacturing, Inc.	19-00103
GM Security Technologies, Inc.	19-00273
Grainger Caribe, Inc.	19-00270
Great Educational Services Corporation	19-00277
GUIMERFE INC	19-00182
Hewlett Packard Puerto Rico, BV LLC	19-00183
Hospira Puerto Rico, LLC	19-00186
Huellas Therapy Corp.	19-00065
Incom Investments Corp.	19-00439
Institucion Educativa Nets, LLC	19-00067
International Business Machines Corporation	19-00198
International Surveillance Services Corporation	19-00202
Intervoice Communication of Puerto Rico Inc.	19-00068
J. Jaramillo Insurance, Inc.	19-00071
JLM Transporte, Inc.	19-00221
Johnjavi Corporation	19-00106
Jose Santiago, Inc.	19-00075
Junior Bus Line, Inc.	19-00229
Kid's Therapy Services, Inc.	19-00120
Law Offices Wolf Popper P.S.C.	19-00236
Macam S.E.	19-00255
Management, Consultants & Computer Services, Incorporated	19-00081
Manpower	19-00088
Mapfre PRAICO Insurance Company	19-00259
Merck Sharp & Dohme (I.A.) LLC	19-00276
Michica International Co., Inc.	19-00238
Microsoft Corporation	19-00290
MMM Healthcare, Inc.	19-00095
Multi Clean Services Inc.	19-00244
N. Harris Computer Corporation	19-00102

Defendant	Adversary Proceeding No.
National Copier & Office Supplies, Inc.	19-00251
Netwave Equipment Corp.	19-00253
NTT Data Eas, Inc.	19-00256
Olimac Manufacturing Corporation	19-00383
Oracle Caribbean, Inc.	19-00112
PDCM Associates, SE	19-00242
Pearson Education, Inc.	19-00245
Pearson Pem P.R., Inc.	19-00117
Physician HMO Inc.	19-00178
Populicom, Inc.	19-00180
Professional Consulting Psychoeducational Services, LLC	19-00188
Professional Records and Information Management, Inc.	19-00190
Promotions & Direct, Inc.	19-00192
Prospero Tire Export, Inc.	19-00196
Puerto Rico Supplies Group Inc.	19-00199
Puerto Rico Telephone Company, Inc.	19-00127
Quest Diagnostics of Puerto Rico, Inc.	19-00440
Ramon E. Morales dba Morales Distributors	19-00141
Raylin Bus Line Corp.	19-00208
Ready & Responsible Security, Inc.	19-00387
Reyes Contractor Group, Inc.	19-00220
Ricoh Puerto Rico, Inc.	19-00128
ROCK SOLID TECHNOLOGIES INC	19-00230
Rocket Learning, LLC	19-00232
Rocket Teacher Training, LLC	19-00235
Rodriguez-Parissi & Co., C.S.P.	19-00155
Rosso Group, Inc.	19-00239
S.H.V.P. Motor Corp.	19-00134
Seguros Colon Colon, Inc.	19-00130
Sesco Technology Solutions, LLC	19-00162
St. James Security Services, LLC	19-00145
Sucn Oscar Rodriguez Crespo	19-00165
Suzuki del Caribe, Inc.	19-00219
T R C Companies	19-00168
Taller de Desarrollo Infantil y Prescolar Chiquirimundi Inc.	19-00049
The Boston Consulting Group, Inc.	19-00228
Tito Ramirez Bus Service Inc.	19-00231
Total Petroleum PR Corp	19-00114
Transcore Atlantic, Inc.	19-00348
Transporte Sonnel Inc	19-00149

Defendant	Adversary Proceeding No.
Truenorth Corp.	19-00160
Valmont Industries, Inc.	19-00385
VIIV Healthcare Puerto Rico, LLC	19-00164
WEG Electric Corp.	19-00386
XEROX CORPORATION	19-00218

Supplemental Appendix II

Defendant	Adversary Proceeding No.
Alejandro Estrada Maisonet	19-00059
Avant Technologies	19-00079
Bianca Conventon Center Inc.	19-00072
Caribbean Educational Services Inc	19-00098
Centro De Desarrollo Academico Inc.	19-00053
Centro Psicologico Del Sur Este P.S.C.	19-00140
Corporate Research & Training	19-00151
Estrada Bus Line/ Alejandro Estrada Quiles	19-00090
Force Link Corp	19-00096
Fridma Corp	19-00100
I.D.E.A. Inc.	19-00268
L.L.A.C., Inc.	19-00122
Luz M Carrasquillo Flores	19-00124
Nelson D. Rosario Garcia	19-00125
Next Level Learning, Inc	19-00129
Perfect Cleaning Services Inc	19-00249
Postage By Phone Reserve Account	19-00181
Puerto Nuevo Security Guard	19-00384
R Cordova Trabajadores Sociales C S P	19-00138
Rafael Hernandez Barreras	19-00201
Ricardo Estrada Maisonet	19-00227
S & L Development S.E.	19-00243
Serv. Prof. Integrados A La Salud Inc.	19-00207
Service Group Consultant, Inc.	19-00204
Tactical Equipment Consultnts Inc	19-00222
Tatito Transport Service Inc	19-00224
Trinity Metal Roof And Steel Struc Co	19-00187
Vazquez Y Pagan Bus Line Inc	19-00197
Wf Computer Services	19-00200
William Rivera Transport Service, Inc.	19-00209